

**RHODE ISLAND MAYORAL ACADEMYSM
BLACKSTONE VALLEY**

BOARD OF DIRECTORS

MINUTES

5:30 p.m., June 20, 2011

Blackstone Valley Prep Elementary Cafetorium

291 Broad Street, Cumberland

Mayor McKee called the meeting to order at 5:30 p.m. Present were:

Mayor Daniel J. McKee (Chair)
Kenneth Vaudreuil
Joe Almond
Stephanie Noris
Angelo Garcia

Also present were Executive Director Jeremy Chiappetta, Deputy Executive Director Drew Allsopp, Secretary Daniel C. Waugh, Treasurer and legal counsel Antonio Afonso, Jr. Additionally, Jen LoPiccolo, Assistant Secretary and Director of External Affairs for the corporation was present.

1. Minutes: There were no minutes ready for approval, so this item was passed
2. Executive Director's Report
 - a. School Reports: deferred
 - b. 2011-12 Staffing: deferred
 - c. Facilities Update: Approve an acquisition or lease arrangement at Our Lady of Fatima (OLF). Mayor McKee reiterated that with the our efforts at B.F. Norton were not approved and our facilities partnership did not make the agenda at the Central Falls Trustees meeting, the best option in front of the board is the modular lease.

Drew Allsopp updated the board on the work in progress with negotiations to place modular building. There were 3 bids from April to May. Triumph Modulares best bid based on price and quality. The plan is to install 9 trailers, 6 classrooms, staff bathrooms and a teacher workroom on the Fatima site. Completion date is now Thursday, Sept. 15, 2011. Not ideal contract completion date but it is the best the company can do based on the terms and time line. After hours of negotiation, Drew shared that Triumph was not willing to contractually commit to any earlier date.

The budget for modular includes the set up cost and premium add totaling \$300k. After that, the lease terms become \$32k/year/5 years.

As for the lease with OLF, RIMA has a verbal agreement to the terms in the memo. Lease of \$45k, + \$10k improvements for a total of \$55k.

Members of the board asked questions of Drew Allsopp from RIMA:

Angelo Garcia asked how confident RIMA is that they can get this done by the Sept. 15. Drew reiterated that it's a conservative date. Jeremy Chiappetta stated that we have a 190 day school calendar and pushing back 2 weeks is possible. A couple of back up plans in place—using Fatima Hall and Dr. Gallo has offered some classrooms for interim space. None of it is ideal, but the school can make it look.

Ken Vaudreuil asked about the status of St. Leo's. Drew shared that it is still a possibility for long term but not for the 2011-12 school year. Not likely because of geography, lease and transportation concerns. It's a low item on RIMA's list, at this time.

Drew Allsopp reiterated that the overall point would be to develop contingencies to still start on time. Look for options to fill the 2-3 week gap. He also reiterated that the tone with these vendors is to "under promise" and not to "over promise". RIMA will continue to push to be done in time for Tuesday before Labor Day.

Mayor McKee asked what further questions needed to be reviewed in order to know what needs to be moved forward on 1) the modular lease and 2) formalize plan with OLF. At this point, the plan is to get appropriate documents/requests by June 22 to Cumberland Planning Committee in anticipation of the June 29 meeting with a 30 day public appeal period.

Angelo Garcia's asked what was happening in preparation of the planning committee meeting and whether there were concerns or risks involved. Tony Afonso was present in the audience and spoke to "moving pieces" of this sort of plan. That is, with parallel paths occurring with both the lease with modular company and lease with OLF that it is not ideal, but RIMA feels relatively good about the likelihood of success in this process. Someone can appeal to the Planning Committee, but we feel good from . We have a verbal agreement with OLF, but we do not have the 5 year lease, and it does need to go to the diocese. It could take a few weeks. Simultaneously, we need to enter in a lease with Triumph contract in good faith.

Mayor McKee asked Drew Allsopp to reiterate RIMA's concerns around a lease agreement with RIMA-BV. RIMA has an agreement that he has brought before this board to review that describes the facilities relationship between RIMA and RIMA-BV.

Housing aid has had a moratorium put on by RI legislatures and overall, housing difficult is real for all charters, not just RIMA-BV.

McKee called for any other questions. McKee stated his view that this is the best option on the table. Hearing none, McKee asked for a motion to approve the leases as discussed

Motion to approve the leases as discussed was made by Ken Vaudreuil (seconded by Angelo Garcia)

Consideration of motion:

Joe Almond asked Tony Afonso, from a legal perspective “what is the worst case scenario?” Tony reiterated that a nonrefundable deposit of approximately \$40,000 is at risk. Triumph contract includes expectation damages. If we had to move the modular to another site or not use the modular at all. The cost, if we had another site, is marginal.

Drew Allsopp reiterated that this is a “turn-key” site. Tony Afonso clarified that RIMA had to hire a 2nd engineer to create the plans to put before the Planning Committee. This site is properly zoned for this construction.

Jeremy Chiappetta reiterated that we must move aggressively. The time line before the start of the school year is already tight. He urged the board to move on this vote tonight.

Angelo Garcia asked one more clarifying point as to determining what our long term plans will be for this site. Jeremy Chiappetta reiterated that this space is “swing space” for RIMA-BV. Modulares do fill a 200 seat long-term. RIMA reiterated that they will have a long term solution in place July 30 and to hold RIMA accountable to this deadline.

McKee stated that this conversation has been a conversation for quite some time. Modulares was always an option and the one that we had the most control over.

Vote Taken:

AYE: McKee, Vaudreuil, Almond, Noris, Garcia. NAY: None.

(Mr. McKee left the meeting.)

In the absence of Mayor McKee, Mr. Almond chaired the meeting.

2. Executive Session

Mr. Vaudreuil (seconded by Angelo Garcia) moved to go into executive session to consider matters relating to personnel under R.I. Gen. Laws § 42-46-5(a)(1) The motion passed on the following vote: AYE: Almond, Garcia, Norris, Vaudreuil. NAY: None.

At 6:15 p.m., Mr. Vaudreuil (seconded by Mr. Almond) moved to reconvene in open session. The motion passed on the following vote: AYE: McKee, Almond, Garcia, Morton, Norris, Vaudreuil. NAY: None.

Upon return from executive session at 6:18 p.m., **Ken Vaudreuil (seconded by Angelo Garcia) moved to seal the minutes** of the executive session. **AYE: Vaudreuil, Almond, Noris, Garcia. NAY: None.**

Ken Vaudreuil (seconded by Stephanie Noris) moved to return to public session. **AYE: Vaudreuil, Almond, Noris, Garcia. NAY: None.**

2a. Discussion of Mr. Chiappetta's contract. Draft contract before the board prepared by RIMA. The highlights of the initial contract include the following:

- A 3-year agreement (through the life of the charter), which defines various elements of the work
- May 1 deadline to come to agreement, which has passed

Joe Almond recommended that a committee be established to develop clear performance evaluation criteria with approval of the initial agreement tonight. Angelo Garcia indicated that he was happy to serve on the committee but not lead. Stephanie Noris echoed the sentiment at which time, Ken Vaudreuil agreed to lead the committee's efforts.

Joe Almond reiterated that we know that this time line was lapsed and asked that the board wait to vote so members can review and approve at a subsequent meeting. He then asked for a motion to establish a committee to create the criteria for the performance bonus for Jeremy Chiappetta

Ken Vaudreuil (seconded by Angelo Gracia) moved to create a compensation committee to review Jeremy Chiappetta's contract and performance measures. Members of the committee will be Kean Vaudreuil, Stephanie Noris and Angelo Garcia. **AYE: Vaudreuil, Almond, Noris, Garcia. NAY: None.**

Ken Vaudreuil made another motion (seconded by Angelo Garcia) to further discuss the Executive Director's contract in July and in the interim, continue the current contract: **AYE: Vaudreuil, Almond, Noris, Garcia. NAY: None.**

Without objection, the chair took up consideration of item 5 (District-Charter Compact).

5. District-Charter Compact

Motion to approve the Gates Foundation District-Charter Compact was made by Ken Vaudreuil (seconded by Angelo Garcia).

Discussion: Angelo described the intention of the charter is to build best practices between the involved parties around how best to serve Central Fall families. Serves as a example to the nation that districts and charters can work together. Four (4) charters came together: Segue Learning Institute, Blackstone Academy, Blackstone Valley Prep, and The Learning Community.

Jeremy Chiappetta reiterated that many families turned out at Central Falls regarding the \$100k application. Ken wondered if RIMA was aware of the compact to which Jeremy reiterated that it was Mike Magee who originally brought the application to Dr. Gallo's attention

AYE: Vaudreuil, Almond, Noris, Garcia. NAY: None.

6. Adjournment: Motion to Adjourn was made by Ken Vaudreuil to adjourn the meeting (seconded by Stephanie Noris).

AYE: Vaudreuil, Almond, Noris, Garcia. NAY: None.

Meeting adjourned at 6:28PM

Respectfully Submitted,

Jen LoPiccolo

Assistant Secretary